

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>Stutz Nan</u> (Last) (First) (Middle) THE TJX COMPANIES, INC. 770 COCHITUATE ROAD (Street) FRAMINGHAM MA 01701 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>TJX COMPANIES INC /DE/ [TJX]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title below) Other (specify below) <u>SEVP, Group President</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/17/2012</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock ⁽¹⁾	02/17/2012		M		15,886	A	\$17.515	86,224	D	
Common Stock ⁽¹⁾	02/17/2012		S		15,886	D	\$35	70,338	D	
Common Stock ⁽¹⁾	02/21/2012		M		18,340	A	\$17.515	88,678	D	
Common Stock ⁽¹⁾⁽²⁾	02/21/2012		S		18,340	D	\$34.87	70,338	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Option ⁽¹⁾⁽³⁾	\$17.515	02/17/2012		M		15,886		09/08/2009	09/08/2018	Common Stock	15,886	\$17.515	35,454	D	
Option ⁽¹⁾⁽³⁾	\$17.515	02/21/2012		M		18,340		09/08/2009	09/08/2018	Common Stock	18,340	\$17.515	17,114	D	

Explanation of Responses:

- Options exercised and sales made pursuant to a trading plan under Rule 10b5-1 adopted March 9, 2011.
- Price is the price at which the noted shares were sold on 2/21/12. To remedy a broker error and in accordance with the broker's policy, the reporting person received from the broker an additional payment for the sale of the noted shares to make the average price per share \$35.00 per share.
- Right to buy. Includes right to have shares withheld to satisfy tax withholding obligations upon exercise.

Remarks:

All share counts on Table I and Table II reflect the impact of the two-for-one stock split paid on February 2, 2012.

Mary B. Reynolds, by Power of Attorney dated February 1, 2011 02/22/2012

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.